

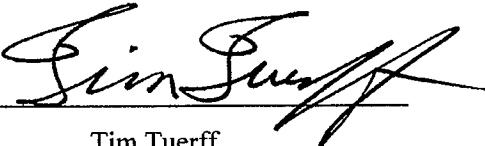
EXHIBIT A

VERIFICATION

WASHINGTON :
:
DISTRICT OF COLUMBIA :

Tim Tuerff, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant firm of Deloitte Tax LLP.
- b) I have personal knowledge of Deloitte Tax LLP's retention as tax service providers to the Debtors in these Chapter 11 cases.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del.Bankr.LR 2016-2 and the 'Amended Administrative Order Under 11 U.S.C. §§105(a) and 331 Establishing Revised Procedures for Interim Compensation and Reimbursement of Expenses for Professionals and Official Committee Members', signed April 17, 2002, and submit that the Application substantially complies with such Rule and Order.

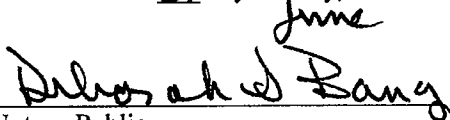


Tim Tuerff

Partner

SWORN AND SUBSCRIBED

before me this 27 day of ~~May~~ ^{June}, 2008.



Notary Public

My Commission Expires: 3/14/2010

EXHIBIT B

W.R. Grace
Hours Spent by Each Person
October 1 - 31, 2007 (Deloitte Tax LLP)

Employee	Hours	Billing Rate	Professional Fees
Bryan Collins	1.40	\$ 600	\$ 840
James Dahlberg	0.50	\$ 600	\$ 300
Seth Goldstein	0.40	\$ 600	\$ 240
Jeffrey O'Donnell	0.40	\$ 600	\$ 240
Timothey Tuerff	6.10	\$ 600	\$ 3,660
Isaac Zimbalist	0.80	\$ 600	\$ 480
Lee Ann Dean	0.50	\$ 515	\$ 258
Mark Wanek	10.60	\$ 475	\$ 5,035
Jeremy Sina	0.40	\$ 310	\$ 124
Total Repatriation/304/E&P Fees	21.10		\$ 11,177
 Total Deloitte Tax LLP Fees for October 2007	 21.10		 \$ 11,177

EXHIBIT C**W.R. Grace
Hours detail
October 1 - 31, 2007 (Deloitte Tax LLP)**

Date	Person	Project Category	Description	Hours	Billing Rate	Professional Fees
10/31/2007	Bryan Collins	Repatriation/ 304/E&P	International 304 transactions - calculation of basis	1.40	\$ 600	\$ 840
10/11/2007	James Dahlberg	Repatriation/ 304/E&P	304 questions regarding return of basis opinion	0.50	\$ 600	\$ 300
10/30/2007	Seth Goldstein	Repatriation/ 304/E&P	Phone call with client regarding HTKO 304, other issues.	0.40	\$ 600	\$ 240
10/10/2007	Jeffrey O'Donnell	Repatriation/ 304/E&P	Mtg w/M. Wanek re 304 issues; basis issues	0.40	\$ 600	\$ 240
10/8/2007	Timothy Tuerff	Repatriation/ 304/E&P	Italy and Germany - Foreign tax/E&P impact	0.80	\$ 600	\$ 480
10/9/2007	Timothy Tuerff	Repatriation/ 304/E&P	telecon with Elyse to discuss 304 transaction - basis question	0.50	\$ 600	\$ 300
10/10/2007	Timothy Tuerff	Repatriation/ 304/E&P	§304 E&P issue - calculation of return of basis	0.50	\$ 600	\$ 300
10/11/2007	Timothy Tuerff	Repatriation/ 304/E&P	304 transaction - analysis of D&P and basis	0.90	\$ 600	\$ 540
10/13/2007	Timothy Tuerff	Repatriation/ 304/E&P	email to Elyse regarding status on 304 questions	0.80	\$ 600	\$ 480
10/18/2007	Timothy Tuerff	Repatriation/ 304/E&P	Telecon w/Elyse Noggle Filon and Alan Gibbons reg Dividend Planning	0.30	\$ 600	\$ 180
10/19/2007	Timothy Tuerff	Repatriation/ 304/E&P	Review Schedules; Telecom w/Alan Gibbons regarding Div Plan; O/C w/seth G.	1.90	\$ 600	\$ 1,140

10/22/2007	Timothy Tuerff	Repatriation/ 304/E&P	office consultation with Mark to review repatriation issues	0.40	\$ 600	\$ 240
10/30/2007	Isaac Zimbalist	Repatriation/ 304/E&P	Discussion of sec 304. R&R email. Mtg w/ MW and SG	0.80	\$ 600	\$ 480
10/31/2007	Lee Ann Dean	Repatriation/ 304/E&P	304 issues - calculation of basis	0.50	\$ 515	\$ 258
10/8/2007	Mark Wanek	Repatriation/ 304/E&P	WR Grace - client correspondence; revisit Italian analysis; follow up with Paolo; key Italian considerations	3.30	\$ 475	\$ 1,568
10/10/2007	Mark Wanek	Repatriation/ 304/E&P	WR Grace - research 304 issue re E&P reduction upon 304; search treatises, pull legis history; follow up with Tim	2.90	\$ 475	\$ 1,378
10/11/2007	Mark Wanek	Repatriation/ 304/E&P	WR Grace - finish research on re E&P reduction in 304; write up summary	0.90	\$ 475	\$ 428
10/12/2007	Mark Wanek	Repatriation/ 304/E&P	WR Grace - follow up on Italian analysis	0.50	\$ 475	\$ 238
10/30/2007	Mark Wanek	Repatriation/ 304/E&P	WR Grace - 304 basis issue (mechanics of basis reduction in sec. 304); discuss with Seth Goldstein, meeting with Bill Zimbalist, call with Alan Gibbons, related analysis	1.50	\$ 475	\$ 713
10/31/2007	Mark Wanek	Repatriation/ 304/E&P	WR Grace - research re Italian IRAP tax for Alan Gibbons; discuss with Tim, call with Alan, transmit CA agreement to Alan	1.50	\$ 475	\$ 713

10/9/2007	Jeremy Sina	Repatriation/ 304/E&P	304 question - return of basis (T. Tuerff; M. Wanek)	0.40	\$ 310	\$ 124
TOTALS:				<u>21.1</u>		<u>\$ 11,177</u>